

PARK ELECTROCHEMICAL CORP  
 Form 4  
 August 17, 2015

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 SHORE BRIAN E

2. Issuer Name and Ticker or Trading Symbol  
 PARK ELECTROCHEMICAL CORP [PKE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 08/14/2015

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Board Chairmand and CEO

PARK ELECTROCHEMICAL CORP., 48 SO. SERVICE ROAD, SUITE 300

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MELVILLE, NY 11747

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |
| Common Stock <sup>(1)</sup>     | 08/14/2015                           |  | P                              | A   | 5,000   | \$ 17.8666   | 417,805 D   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Pri Deriv Secur (Instr |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                     | Amount or Number of Shares |
| Right to buy option <sup>(2)</sup>         | \$ 20.56   |                                      |  |                                |   | 08/24/2006   | 08/24/2015  | Common Stock              | 35,000                     |
| Right to buy option <sup>(2)</sup>         | \$ 21.35   |                                      |  |                                |   | 08/03/2007   | 08/03/2016  | Common Stock              | 35,000                     |
| Right to buy option <sup>(2)</sup>         | \$ 26.28   |                                      |  |                                |   | 08/15/2008   | 08/15/2017  | Common Stock              | 35,000                     |
| Right to buy option <sup>(2)</sup>         | \$ 23.1  |                                      |  |                                |   | 08/26/2009   | 08/26/2018  | Common Stock              | 35,000                     |
| Right to buy option <sup>(2)</sup>         | \$ 20.94   |                                      |  |                                |   | 10/14/2010   | 10/14/2019  | Common Stock              | 35,000                     |
| Right to buy option <sup>(2)</sup>         | \$ 18.19   |                                      |  |                                |   | 10/05/2012   | 10/05/2021  | Common Stock              | 35,000                     |
| Right to buy option <sup>(2)</sup>         | \$ 20.25   |                                      |  |                                |   | 10/24/2013   | 10/24/2022  | Common Stock              | 35,000                     |
| Right to buy option <sup>(2)</sup>         | \$ 25.88   |                                      |  |                                |   | 02/26/2015   | 02/26/2024  | Common Stock              | 35,000                     |
| Right to buy option <sup>(2)</sup>         | \$ 21.71   |                                      |  |                                |   | 03/02/2016   | 03/02/2025  | Common Stock              | 30,000                     |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director      10% Owner      Officer      Other

SHORE BRIAN E  
PARK ELECTROCHEMICAL CORP.  
48 SO. SERVICE ROAD, SUITE 300  
MELVILLE, NY 11747

X

Board  
Chairmand and  
CEO

## Signatures

Stephen E. Gilhuley by Power of  
Attorney

08/17/2015

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Weighted average purchase price per share. Shares were purchased in 47 transactions at prices ranging from 17.71 per share to 17.99 per share.
  - (2) Option is exercisable, commencing on the date indicated, as to 25% of the aggregate number of shares listed and as to an additional 25% of such shares on each of the succeeding three anniversaries of such date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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